



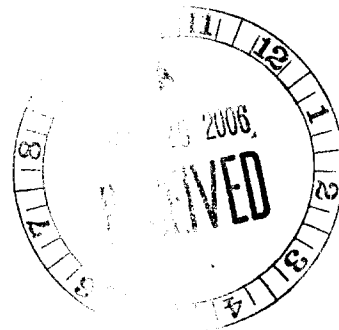
CORPORATION SERVICE COMPANY

RECORDED NO 26141 FILED

JAN 20 '06

11-35 AM

SURFACE TRANSPORTATION BOARD



January 19, 2006

Barbara Saddler
Surface Transportation Board
Recordation Office
1925 K Street, N.W., Suite 70
Washington D.C. 20423
Barbara.saddler@stb.dot.gov

RE: 149436-1

Dear Barbara,

Enclosed are two (2) originals of the **Memorandum of Railcar Lease** dated as of January 5, 2005 between the following parties:

Names and address of the following parties:

Lessor: **THE CIT GROUP/EQUIPMENT FINANCING, INC.**
1211 Avenue of the Americas, 20th Floor New York, NY 10035

Lessee: **INNOVENE USA LLC.**
150 West Warrenville Road, Naperville, IL 60563-8460

A short summary of the document to appear in the index follows:


Memorandum of Railcar Lease between Lessor: **THE CIT GROUP/EQUIPMENT FINANCING, INC.** and Lessee: **INNOVENE USA LLC** covering 30 28000 – 31000 gallon capacity tank cars with reporting marks and numbers – DBUX 300570 – DBUX 300866 INCLUSIVE.

Please file this memorandum as a PRIMARY document and return one (1) stamped original to my attention. A check covering the filing fee of thirty-three dollars (\$33.00) is enclosed.

If you have any questions regarding the filing, please feel free to call me at 800-995-5071 x 3793.

Thank you for your prompt assistance.

Sincerely,


STEVE TURNER
Motor Vehicle Specialist

MEMORANDUM OF RAILCAR LEASE

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 5TH day of JANUARY, 2005, is made by THE CIT GROUP/EQUIPMENT FINANCING, INC., a Delaware corporation, with an address at 1211 Avenue of the Americas, 20th Floor, New York, New York 10036 (the "Lessor"), and INNOVENE USA LLC, a OHIO company, with an address at 150 West Warrenville Road - MC630-1W-1305J, Naperville, IL 60563-8460 (the "Lessee" and, together with the Lessor, the "Parties").

KNOW ALL PERSONS BY THESE PRESENTS THAT:

WHEREAS, the Lessor and the Lessee entered into that certain Master Railcar Lease (the "Lease") dated as of September 19, 2005 covering the equipment listed on Schedule A hereto (the "Equipment").

WHEREAS, the Parties wish to show for the public record the existence of the aforesaid Lease, and the respective interests therein of the parties and accordingly the Parties have caused this Memorandum to be executed by their respective duly authorized officers, as of the date first above written.

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged by each of the Parties hereto, by this instrument the Lessor hereby leases and confirms the lease of the Equipment to the Lessee in accordance with the terms and conditions of the Lease, and the Lessee confirms and accepts such terms and conditions, which are incorporated by reference as if fully set forth herein.

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessor by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessor. I further declare under penalty of perjury that the foregoing is true and correct.

THE CIT GROUP/EQUIPMENT FINANCING, INC.

By: William P. O'Brien
Name: William P. O'Brien
Title: Vice President

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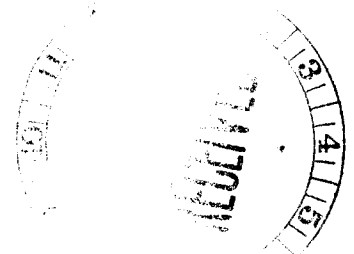
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SURFACE TRANSPORTATION BOARD

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessee by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessee. I further declare under penalty of perjury that the foregoing is true and correct.

INNOVENE USA LLC
By: Dennis Owen
Name: Dennis Owen
Title: COMMERCIAL MANAGER



Schedule A

Number of Cars

Equipment Description

30 28,000 through 31,000 gallon capacity tank cars, non coiled, non insulated

1	DBUX	300570
2	DBUX	300582
3	DBUX	300597
4	DBUX	300598
5	DBUX	300599
6	DBUX	300601
7	DBUX	300602
8	DBUX	300603
9	DBUX	300604
10	DBUX	300605
11	DBUX	300606
12	DBUX	300608
13	DBUX	300609
14	DBUX	300610
15	DBUX	300611
16	DBUX	300612
17	DBUX	300614
18	DBUX	300705
19	DBUX	300706
20	DBUX	300708
21	DBUX	300711
22	DBUX	300712
23	DBUX	300714
24	DBUX	300715
25	DBUX	300716
26	DBUX	300719
27	DBUX	300720
28	DBUX	300786
29	DBUX	300801
30	DBUX	300866